# **EXHIBIT A**

http://www.sec.gov/Archives/edgar/data/1105472/00010474690303...

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Filed pursuant to Rule 424(b)(5) Registration No. 333-61940

Prospectus Supplement to Prospectus dated June 25, 2001.

17,000,000 Shares



# Sonus Networks, Inc.

## Common Stock

The common stock is quoted on the Nasdaq National Market under the symbol "SONS". The last reported sale price of the common stock on September 23, 2003 was \$8.35 per share.

See "Risk Factors" beginning on page 5 of the accompanying prospectus to read about factors you should consider before buying shares of the common stock.

Neither the Securities And Exchange Commission nor any other regulatory body has approved or disapproved of these securities or passed upon the accuracy or adequacy of this prospectus supplement or the accompanying prospectus. Any representation to the contrary is a criminal offense.

	Per Share		Total		
Initial price to public	\$	7.75	\$	131,750,000	
Underwriting discount (1)	\$	0.33	\$	5.610,000	
Proceeds, before expenses, to Sonus	\$	7.42	\$	126,140,000	

<sup>(1)</sup> In addition. Goldman. Sachs & Co. may receive from purchasers of the shares normal brokerage commissions in amounts agreed with such purchasers.

Goldman. Sachs & Co. expects to deliver the shares against payment in New York. New York on September 26, 2003.

### Goldman, Sachs & Co.

Prospectus Supplement dated September 23, 2003.

#### PROSPECTUS SUPPLEMENT SUMMARY

We have entered into an underwriting agreement with Goldman, Sachs & Co. relating to shares of our common stock, par value \$0.001 per share, offered by this prospectus supplement and the accompanying prospectus. In accordance with the terms of the underwriting agreement. Goldman, Sachs & Co. has agreed to purchase all of the 17.000.000 shares.